

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: JOHN FRAZIER,
MEDIA CONCEPTS, INC., THEIR OFFICERS,
DIRECTORS, PARTNERS, AGENTS, EMPLOYEES,
AFFILIATES, SUCCESSORS, AND ASSIGNS

FILE NO. C700582

ORDER OF PROHIBITION

TO RESPONDENTS: John Frazier, President
Media Concepts, Inc.
430 East 162nd Street, #191
South Holland, Illinois, 60473

Media Concepts, Inc.
430 East 162nd Street, #191
South Holland, Illinois, 60473

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State on August 11, 2003, temporarily prohibiting Respondent from offering or selling securities in the State of Illinois until further order from the Secretary of State.

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of a Temporary Order shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Temporary Order final.

WHEREAS, Respondent has failed to request a hearing on the matters contained in the Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and Respondent is hereby deemed to have admitted the facts alleged in the said Temporary Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's Final Findings of Fact as follows:

Order of Prohibition

-2-

1. That Respondent John Frazier ("Frazier") maintains a business address as President of Media Concepts, Inc., at 430 East 162nd Street, #191, South Holland, Illinois, 60473
2. That Respondent Media Concepts, Inc., ("Media", collectively "Respondents") maintains a business address at 430 East 162nd Street, #191, South Holland, Illinois, 60473.
3. That on or about August 27, 2007, Respondents emailed an Illinois resident ("Investor") advertisement about partnering with Respondents to become "lifetime investment partners" in their direct-response, direct mail, magazine and newspaper advertising." The "time tested" advertising sells a variety of high-end products and services proven to bring in massive profits within a very short period of time" ("Investment Contract").
4. That that the Investment Contract provided that partnerships were available in investment amounts of \$500.00, \$1,000.00, \$2,500.00, and \$5,000.00. Investors would then receive a "profit check within 60 days from the investment date, although sometimes they will arrive in as little as 30-45 days." The profit check would always be a minimum of double the investment amount.
5. That on August 28, 2007 at least one Illinois investor purchased a five hundred (\$500.00) dollar Investment Contract.
6. That thereafter the Investor could not email Respondents as their email box was full and the Respondents did not return the Investors' calls. The investor never received a profit check.
7. That the activities described in paragraphs 3, 4, and 5 above constitute the offer and sale of an investment contract and therefore a security as this term is defined in Sections 2.1, 2.5 and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
8. That Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
9. That Respondents failed to file with the Secretary of State an application for registration of the investment opportunity described above as required by the Act and that as a result the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
10. That Section 12.A of the Act provides, inter alia, that it shall be a violation for any person to offer or sell any security except in accordance with the provisions of the Act.

Order of Prohibition

-3-

11. That Section 12.D of the Act provides, inter alia, that it shall be a violation for any person to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's Conclusion of Law as follows:

That by virtue of the foregoing, Respondent has violated Sections 12.A. and 12.D. of the Act.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, Respondent shall be and hereby is PROHIBITED from offering or selling any securities within the State of Illinois.

ENTERED: This 30th day of April, 2009.



JESSE WHITE
Secretary of State
State of Illinois

Attorney for the Secretary of State:

Samuel F. Freiman
Illinois Securities Department
17 North State Street
Suite 1266
Chicago, Illinois 60602
Telephone: (312) 793-3988